

B1 (Official Form 1)(4/10)

United States Bankruptcy Court District of Oregon		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>Pioneer Village Investments, LLC</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>20-148321</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>805 N. 5th Street Jacksonville, OR</b>		Street Address of Joint Debtor (No. and Street, City, and State):
		ZIP Code _____
County of Residence or of the Principal Place of Business: <b>Jackson</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>c/o Farmington Centers, Inc. 4640 SW Macadam Ave Ste 90 Portland, OR</b>		Mailing Address of Joint Debtor (if different from street address):
		ZIP Code _____
Location of Principal Assets of Business Debtor (if different from street address above):		
<b>Type of Debtor</b> (Form of Organization) (Check one box)	<b>Nature of Business</b> (Check one box)	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)
		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i>	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<input checked="" type="checkbox"/> Corporation (includes LLC and LLP)		
<input type="checkbox"/> Partnership		
<input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		
<b>TAX-EXEMPT ENTITY</b> (Check box, if applicable)		<b>Nature of Debts</b> (Check one box)
<input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box)		<b>Chapter 11 Debtors</b>
<input checked="" type="checkbox"/> Full Filing Fee attached		<input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
<input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.		Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ).
<input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> *** Douglas P. Cushing 70032 ***		THIS SPACE IS FOR COURT USE ONLY
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.		
<input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		
Estimated Number of Creditors		
<input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets		
<input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities		
<input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

B1 (Official Form 1)(4/10)

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Pioneer Village Investments, LLC</b>
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)		
Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)		
Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		<b>Exhibit B</b>  (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <b>X</b> _____ Signature of Attorney for Debtor(s) (Date)
<b>Exhibit C</b>  Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?  <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
<b>Exhibit D</b>  (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.  If this is a joint petition:  <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
<b>Information Regarding the Debtor - Venue</b>  (Check any applicable box)  <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b>  (Check all applicable boxes)  <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  _____ (Name of landlord that obtained judgment)  _____ (Address of landlord)  <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).		

B1 (Official Form 1)(4/10)

**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):  
**Pioneer Village Investments, LLC****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X**

Signature of Debtor

**X**

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

**Signature of Attorney\*****X /s/ Douglas P. Cushing**

Signature of Attorney for Debtor(s)

**Douglas P. Cushing 70032**

Printed Name of Attorney for Debtor(s)

**Jordan Schrader Ramis, PC**

Firm Name

**Two Centerpointe Dr****6th Flr****Lake Oswego, OR 97035-8619**

Address

**Email: doug.cushing@jordanschrader.com  
503-598-7070 Fax: 503-598-7373**

Telephone Number

**May 13, 2010**

Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X /s/ Jeffrey L. Chamberlain**

Signature of Authorized Individual

**Jeffrey L. Chamberlain**

Printed Name of Authorized Individual

**Manager**

Title of Authorized Individual

**May 13, 2010**

Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X**

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

**X**

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF OREGON**

In re \_\_\_\_\_  
**Pioneer Village Investments, LLC**  
) Case No. \_\_\_\_\_  
) \_\_\_\_\_  
) EXHIBIT "C-1"  
) \_\_\_\_\_  
) [NOTE: Must be FULLY completed by ALL debtors  
Debtor(s) ) and attached to ALL copies of the Petition.]

**(NOTE: You must answer ALL questions. Attach additional sheets if necessary. Use of "UNKNOWN" is NOT acceptable!)**

1. DESCRIBE ASSETS REQUIRING TRUSTEE'S IMMEDIATE ATTENTION:  
**NONE**

2. Street address and description of principal assets (note property):  
**805 N. 5th Street  
Jacksonville OR 97530-0000**

3. **The BANKRUPTCY DOCUMENT PREPARER DECLARATION below has been completed for any person who helped, for compensation, prepare any of the bankruptcy papers if the debtor does not have an attorney.**

I declare under penalty of perjury that the above information provided in this Exhibit "C-1" is true and correct.

DATE:	<u>May 13, 2010</u>	<u>/s/ Jeffrey L. Chamberlain</u>	
		Debtor's Signature	Phone #
			<u>Joint Debtor's Signature</u>

**BANKRUPTCY DOCUMENT PREPARER DECLARATION**

I, the undersigned, declare under penalty of perjury that (1) neither I, nor anyone else listed herein, collected or received any payment from or on behalf of the debtor for court fees in connection with filing the petition; (2) I have received \$\_\_\_\_\_ from or on behalf of the debtor within the previous 12 month period; (3) \$\_\_\_\_\_ is the unpaid fee charged to the debtor; and (4) the following is true and accurate about myself and any other assistants:

Individual Name and Firm (Type or Print): \_\_\_\_\_

Address (Type or Print): \_\_\_\_\_

Last 4 digits of Social Security Number of all OTHER individuals who prepared or assisted in the preparation of these bankruptcy documents:

Signature: \_\_\_\_\_ Last 4 digits of Social Security #: \_\_\_\_\_ Phone #: \_\_\_\_\_

**[NOTE: Penalties up to \$500 per item may be assessed for omission of any required information (11 USC §110; 18 USC §156) and Fed. Bankruptcy Rule 1006 prohibits further payment to any person for services until the court filing fees are paid in full.]**

EXHIBIT C-1 (8/8/08)

**United States Bankruptcy Court  
District of Oregon**

In re Pioneer Village Investments, LLC

Debtor(s)

Case No.

Chapter

11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$ <b>Usual &amp; customary hourly rates</b>
Prior to the filing of this statement I have received .....	\$ <b>41,153.42</b>
Balance Due (\$22,463.00 held in trust as deposit) .....	\$ <b>none</b>

2. The source of the compensation paid to me was:

Debtor       Other (specify):

3. The source of compensation to be paid to me is:

Debtor       Other (specify):

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

**Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed.**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: May 13, 2010

/s/ *Douglas P. Cushing, OSB No. 700320*

**Douglas P. Cushing  
Jordan Schrader Ramis, PC  
Two Centerpointe Dr  
6th Flr  
Lake Oswego, OR 97035-8619  
503-598-7070 Fax: 503-598-7373  
[doug.cushing@jordanschrader.com](mailto:doug.cushing@jordanschrader.com)**

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**District of Oregon**

In re **Pioneer Village Investments, LLC**

Debtor(s)

Case No.  
Chapter**11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Ann Geich 888 Twin Creeks Crossing #301 Central Point, OR 97502	Ann Geich 888 Twin Creeks Crossing #301 Central Point, OR 97502	Entry fee deposit refund (accrued but not yet payable)		3,750.00
Catherine Murphy 895 N Fifth St Apt 217 Jacksonville, OR 97530-8026	Catherine Murphy 895 N Fifth St Apt 217 Jacksonville, OR 97530-8026	Right to entry fee deposit refund	Contingent	93,654.00
Charles Grojean 805 N 5th St Apt 306 Jacksonville, OR 97530	Charles Grojean 805 N 5th St Apt 306 Jacksonville, OR 97530	Right to entry fee deposit refund	Contingent	77,814.00
Dorthy Quirk 895 N 5th Apt 204 Jacksonville, OR 97530	Dorthy Quirk 895 N 5th Apt 204 Jacksonville, OR 97530	Entry fee deposit refund (accrued but not yet payable)		61,182.00
Excelsior Investment Company 107 W First St Phoenix, OR 97535	Excelsior Investment Company 107 W First St Phoenix, OR 97535	Loan		611,566.90
Farmington Center, Inc. 4640 SW Macadam Ave Ste 90 Portland, OR 97239	Farmington Center, Inc. 4640 SW Macadam Ave Ste 90 Portland, OR 97239	Trade debt (unpaid management fees and reimbursable expenses)		111,445.75
Hank & Nina Winsor 1601 Veranda Park Drive #2 Medford, OR 97504	Hank & Nina Winsor 1601 Veranda Park Drive #2 Medford, OR 97504	Entry fee deposit refund (accrued but not yet payable)	Contingent	140,456.00
Hiram Cheney 805 N 5th St Apt 104 Jacksonville, OR 97530	Hiram Cheney 805 N 5th St Apt 104 Jacksonville, OR 97530	Right to entry fee deposit refund	Contingent	77,814.00
Irene Kartounis PO Box 504 Medford, OR 97501	Irene Kartounis PO Box 504 Medford, OR 97501	Entry fee deposit refund (accrued but not yet payable)		61,182.00

B4 (Official Form 4) (12/07) - Cont.

In re **Pioneer Village Investments, LLC**

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Janice LaMorree 805 N 5th St Apt 110 Jacksonville, OR 97530	Janice LaMorree 805 N 5th St Apt 110 Jacksonville, OR 97530	Right to entry fee deposit refunds (2)	Contingent	154,836.00
Jerry Pearce 895 N Fifth St Apt 219 Jacksonville, OR 97530-8012	Jerry Pearce 895 N Fifth St Apt 219 Jacksonville, OR 97530-8012	Right to entry fee deposit refund	Contingent	61,182.00
LeClaire Prince 895 N 5th Apt 111 Jacksonville, OR 97530	LeClaire Prince 895 N 5th Apt 111 Jacksonville, OR 97530	Entry fee deposit refund (accrued but not yet payable)		40,127.00
Monta Merryweather c/o David Schwep 631 China Gulf Rd Jacksonville, OR 97530	Monta Merryweather c/o David Schwep 631 China Gulf Rd Jacksonville, OR 97530	Entry fee deposit refund (accrued but not yet payable)		140,456.00
Peggy Eccles c/o Miranda Willis PO Box 3168 Portland, OR 97208	Peggy Eccles c/o Miranda Willis PO Box 3168 Portland, OR 97208	Entry fee deposit refund (accrued but not yet payable)		140,456.00
Peter Van Dyke 888 Twin Peaks Crossing #301 Central Point, OR 97502	Peter Van Dyke 888 Twin Peaks Crossing #301 Central Point, OR 97502	Entry fee deposit refund (accrued but not yet payable)		3,750.00
Richard McLeod c/o Rod McLeod 2337 Hillside Dr Central Point, OR 97502	Richard McLeod c/o Rod McLeod 2337 Hillside Dr Central Point, OR 97502	Entry fee deposit refund (accrued but not yet payable)		15,043.00
Rod & Shirley Law c/o Shelby Tompkins PO Box 489 Jacksonville, OR 97530	Rod & Shirley Law c/o Shelby Tompkins PO Box 489 Jacksonville, OR 97530	Entry fee deposit refund		3,750.00
Rose Davis 805 N 5th St Apt 202 Jacksonville, OR 97530	Rose Davis 805 N 5th St Apt 202 Jacksonville, OR 97530	Right to entry fee deposit refund	Contingent	7,500.00
Shusster Purchasing Solutions, LLC P.O. Box 131784 Saint Paul, MN 55113	Shusster Purchasing Solutions, LLC P.O. Box 131784 Saint Paul, MN 55113	Trade debt		360.00
Susan Casto 888 Twin Creeks Crossing Central Point, OR 97502	Susan Casto 888 Twin Creeks Crossing Central Point, OR 97502	Entry fee deposit refund (accrued but not yet payable)		140,456.00

**B4 (Official Form 4) (12/07) - Cont.**In re **Pioneer Village Investments, LLC**

Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date May 13, 2010Signature /s/ Jeffrey L. Chamberlain  
**Jeffrey L. Chamberlain**  
**Manager**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court  
District of Oregon**

In re **Pioneer Village Investments, LLC**

Case No. \_\_\_\_\_

Debtor

Chapter **11**

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>David L. Street</b>	<b>Preferred</b>	<b>2.425</b>	<b>Membership</b>
<b>Edward A. Helman, M.D., PSPP 1017 Royal Avenue Medford, OR 97504</b>	<b>Preferred</b>	<b>1.212</b>	<b>Membership</b>
<b>Equity Trust Co. Custodian FBO John Petersen IRA P.O. BOX 1439 Elyria, OH 44036</b>	<b>Preferred</b>	<b>0.606</b>	<b>Membership</b>
<b>Excelsior Development Co., LLC PO Box 1988 Phoenix, OR 97535</b>	<b>Preferred</b>	<b>10.972</b>	<b>Membership</b>
<b>Excelsior Development Co., LLC PO Box 1988 Phoenix, OR 97535</b>	<b>Non-preferred</b>	<b>20.939</b>	<b>Membership</b>
<b>Guflain Properties, LLC 5240 SW Birch Ave Beaverton, OR 97005</b>	<b>Preferred</b>	<b>0.606</b>	<b>Membership</b>
<b>Guy &amp; Marilyn Guffee</b>	<b>Preferred</b>	<b>0.606</b>	<b>Membership</b>
<b>J. Richard Bamford</b>	<b>Preferred</b>	<b>1.819</b>	<b>Membership</b>
<b>Mitchellen, LLC 823 Alder Creek Dr Medford, OR 97504</b>	<b>Preferred</b>	<b>10.463</b>	<b>Membership</b>
<b>Mitchellen, LLC 823 Alder Creek Dr Medford, OR 97504</b>	<b>Non-preferred</b>	<b>10.463</b>	<b>Membership</b>
<b>Oregon Surgical Specialties, PC, PSP 520 Medical Center Dr Ste 300 Medford, OR 97504</b>	<b>Preferred</b>	<b>3.031</b>	<b>Membership</b>
<b>Paul M. &amp; Maria C. Brown, JTWROS</b>	<b>Preferred</b>	<b>1.212</b>	<b>Membership</b>
<b>Roger &amp; Rozanne Hall</b>	<b>Preferred</b>	<b>3.637</b>	<b>Membership</b>

1 continuation sheets attached to List of Equity Security Holders

In re **Pioneer Village Investments, LLC**

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>T. Vonne &amp; Henrietta Leach 4153 NE Collins Madras, OR 97741</b>	<b>Preferred</b>	<b>1.819</b>	<b>Membership</b>
<b>Zalta III, LLC 4640 SW Macadam Ave Ste 90 Portland, OR 97239</b>	<b>Preferred</b>	<b>2.364</b>	<b>Membership</b>
<b>Zalta III, LLC 4640 SW Macadam Av Ste 90 Portland, OR 97239</b>	<b>Non-preferred</b>	<b>26.164</b>	<b>Membership</b>

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date May 13, 2010Signature /s/ Jeffrey L. Chamberlain

**Jeffrey L. Chamberlain  
Manager**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court  
District of Oregon**

In re Pioneer Village Investments, LLC

Debtor(s)

Case No.

Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

I, the Manager of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: May 13, 2010/s/ Jeffrey L. Chamberlain

**Jeffrey L. Chamberlain/Manager**  
Signer>Title

**United States Bankruptcy Court**  
**District of Oregon**

In re Pioneer Village Investments, LLC

Debtor(s)

Case No.  
Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Pioneer Village Investments, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Excelsior Development Co., LLC**  
**PO Box 1988**  
**Phoenix, OR 97535**

**Mitchellen, LLC**  
**823 Alder Creek Dr**  
**Medford, OR 97504**

**Zalta III, LLC**  
**4640 SW Macadam Av**  
**Ste 90**  
**Portland, OR 97239**

None [Check if applicable]

May 13, 2010

Date

/s/ Douglas P. Cushing

**Douglas P. Cushing**

Signature of Attorney or Litigant  
Counsel for Pioneer Village Investments, LLC  
**Jordan Schrader Ramis, PC**  
**Two Centerpointe Dr**  
**6th Flr**  
**Lake Oswego, OR 97035-8619**  
**503-598-7070 Fax:503-598-7373**  
**doug.cushing@jordanschrader.com**